

MGN AGRO PROPERTIES PRIVATE LIMITED

Registered Office: Survey No. 650, Welspun City, Village Versamedi, Taluka Anjar, Dist. Kutch Gujarat-370110

Corporate Identity No. U51100GJ1999PTC081436

MGN/SEC/2019-20

01.08.2019

BSE Limited Scrip Code: 514162 1 st Floor, New Trading Wing, Rotunda Bldg, P.J. Towers, Dalal Street, Fort, Mumbai- 400 001	National Stock Exchange of India Ltd Symbol: WELSPUNIND Exchange Plaza, 5 th Floor, Plot No. C/1, G. Block, Bandra-Kurla Complex, Mumbai - 400 051	Welspun India Limited Welspun City, Village Versamedi, Taluka Anjar, District Kutch, Gujarat - 370 110
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Dear Sir/Madam,

Sub.: Disclosure under Regulation 29(2) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011

This is to inform you that pursuant to Scheme of Arrangement between Welspun Tradewell Limited and MGN Agro Properties Private Limited and Aryabhat Vyapar Private Limited and their respective shareholders and creditors, as approved by the Hon'ble National Company Law Tribunal, Ahmedabad Bench vide its order pronounced on 5th July, 2019 (which became effective on July 30, 2019) 54,24,020 Equity Shares of Rs. 1/- each fully paid up stand transferred from Welspun Tradewell Limited to MGN Agro Properties Private Limited and from MGN Agro Properties Private Limited to Aryabhat Vyapar Private Limited.

Please find attached herewith, disclosure in terms of Regulation 29(2) of SEBI (SAST) Regulations, 2011, in the prescribed format.

You are requested to take the same on your record and oblige

Thanking You.

Yours Faithfully,

For MGN AGRO PROPERTIES PRIVATE LIMITED


DEVENDRA PATIL
COMPANY SECRETARY
FCS: 2954



Encl: as above

DISCLOSURE UNDER REGULATION 29(2) OF SEBI (SUBSTANTIAL ACQUISITION OF SHARES AND TAKEOVERS) REGULATIONS, 2011

Name of the Target Company (TC)	Welspun India Limited		
Name(s) of the acquirer and Persons acting in Concert (PAC) with the acquirer	<ul style="list-style-type: none"> MGN Agro Properties Private Limited 		
Whether the acquirer belongs to promoter / promoter group	The acquirer is a part of the promoter group		
Name(s) of the Stock Exchange(s) where the shares of TC are Listed	1. National Stock Exchange of India Limited (NSE) 2. BSE Limited (BSE)		
Details of the acquisition as follows	Number	% w.r.t. total share/ voting capital wherever applicable(*)	% w.r.t. total diluted share/ voting capital of the TC (**)
Before the acquisition under consideration, holding of acquirer along PACs:			
a) Shares carrying voting rights Refer Annexure A	-	-	-
b) Shares in the nature of encumbrance (pledge/ lien/ non-disposal undertaking/ others)	-	-	-
c) Voting rights (VR) otherwise than by shares	-	-	-
d) Warrants/convertible securities/any other instrument that entitles the acquirer to receive shares carrying voting rights in the TC (specify holding in each category)	-	-	-
e) Total (a+b+c+d)	-	-	-
Details of acquisition:			
a) Shares carrying voting rights acquired Refer Annexure A	-	-	-
b) VRs acquired otherwise than by shares	-	-	-
c) Warrants/convertible securities/any other instrument that entitles the acquirer to receive shares carrying voting rights in the	-	-	-

TC (specify holding in each category) acquired			
d) Shares in the nature of encumbrance (pledge/ lien/ non-disposal undertaking/ others)	-	-	-
e) Total (a+b+c+/-d)	-	-	-
After the acquisition, holding of acquirer along with PACs:			
a) Shares carrying voting rights Refer Annexure A	-	-	-
b) VRs otherwise than by shares	-	-	-
c) Warrants/convertible securities/any other instrument that entitles the acquirer to receive shares carrying voting rights in the TC (specify holding in each category) after acquisition	-	-	-
d) Shares in the nature of encumbrance (pledge/ lien/ non-disposal undertaking/ others)	-	-	-
e) Total (a+b+c+d)	-	-	-
Mode of acquisition (e.g. open market / off-market / public issue / rights issue / preferential allotment / inter-se transfer etc).	Transfer of shares pursuant to the Scheme of Arrangement between Welspun Tradewel Limited and MGN Agro Properties Private Limited and Aryabhat Vyapar Private Limited and their respective shareholders and creditors, as approved by the Hon'ble National Company Law Tribunal, Ahmedabad Bench vide its order pronounced on 5 th July, 2019 (which became effective on July 30, 2019)		
Date of acquisition of/ date of receipt of intimation of allotment of shares / VR/ warrants/convertible securities/any other instrument that entitles the acquirer to receive shares in the TC.	July 30, 2019 (date on which scheme became effective). Shares are yet to be transferred.		
Equity share capital / total voting capital of the TC before the said acquisition	Rs. 1,00,47,25,150 (1,00,47,25,150 Equity Shares of Rs. 1 each)		
Equity share capital/ total voting capital of the TC after the said acquisition	Rs. 1,00,47,25,150 (1,00,47,25,150 Equity Shares of Rs. 1 each)		
Total diluted share/voting capital of the TC after the said acquisition	Rs. 1,00,47,25,150 (1,00,47,25,150 Equity Shares of Rs. 1 each)		
Note: Pursuant to the Scheme of Arrangement between Welspun Tradewel Limited and MGN Agro Properties Private Limited and Aryabhat Vyapar Private Limited and their respective shareholders and creditors, as approved by the Hon'ble National Company Law Tribunal,			

Ahmedabad Bench vide its order pronounced on 5th July, 2019 (which became effective on July 30, 2019), 54,24,020 Equity Shares of Rs. 1/- each fully paid up stand transferred from Welspun Tradewel Limited to MGN Agro Properties Private Limited.

Note:

(*) Total share capital/ voting capital to be taken as per the latest filing done by the company to the Stock Exchange under Regulation 31 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

(**) Diluted share/voting capital means the total number of shares in the TC assuming full conversion of the outstanding convertible securities/warrants into equity shares of the TC.

For MGN Agro Properties Private Limited



Devendra Patil
Company Secretary

Date: August 1, 2019

Place: Mumbai

Welspun India Limited
Annexure A

Shareholder	Before the proposed transaction			Details of transaction			After the proposed transaction		
	No. of shares / voting rights	% w.r.t total share capital of TC	% w.r.t total share capital of TC (diluted basis)	No. of shares / voting rights	% w.r.t total share capital of TC	% w.r.t total share capital of TC (diluted basis)	No. of shares / voting rights	% w.r.t total share capital of TC	% w.r.t total share capital of TC (diluted basis)
Acquirer & PAC									
Radhika Balkrishan Goenka	2,008,600	0.20	0.20	-	-	-	2,008,600	0.20	0.20
Rajesh Mandawewala	1,030	0.00	0.00	-	-	-	1,030	0.00	0.00
Balkrishna Gopiram Goenka	490,660	0.05	0.05	-	-	-	490,660	0.05	0.05
Dipali Balkrishan Goenka	750,400	0.07	0.07				750,400	0.07	0.07
Balkrishan Goenka	679,172,903	67.60	67.60				679,172,903	67.60	67.60
Balkrishan Goenka (HUF)	193,320	0.02	0.02				193,320	0.02	0.02
Welspun Tradewel Limited	5,424,020	0.54	0.54	(5,424,020)	(0.54)	(0.54)	-	-	-
MGN Agro Properties Private Limited	-	-	-	5,424,020	0.54	0.54	5,424,020	0.54	0.54
Total - Promoter and PAC's	688,040,933	68.48	68.48	-	-	-	688,040,933	68.48	68.48



DISCLOSURE UNDER REGULATION 29(2) OF SEBI (SUBSTANTIAL ACQUISITION OF SHARES AND TAKEOVERS) REGULATIONS, 2011

Name of the Target Company (TC)	Welspun India Limited		
Name(s) of the acquirer/seller and Persons acting in Concert (PAC) with the acquirer/seller	<u>Acquirer</u> Aryabhat Vyapar Private Limited <u>Seller</u> MGN Agro Properties Private Limited		
Whether the acquirer/seller belongs to promoter / promoter group	Both acquirer and seller belongs to promoter group.		
Name(s) of the Stock Exchange(s) where the shares of TC are Listed	1. National Stock Exchange of India Limited (NSE) 2. BSE Limited (BSE)		
Details of the acquisition/disposal as follows	Number	% w.r.t. total share/ voting capital wherever applicable(*)	% w.r.t. total diluted share/ voting capital of the TC (**)
Before the acquisition/disposal under consideration, holding of acquirer/seller along PACs:			
a) Shares carrying voting rights Refer Annexure A	-	-	-
b) Shares in the nature of encumbrance (pledge/ lien/ non-disposal undertaking/ others)	-	-	-
c) Voting rights (VR) otherwise than by shares	-	-	-
d) Warrants/convertible securities/any other instrument that entitles the acquirer to receive shares carrying voting rights in the TC (specify holding in each category)	-	-	-
e) Total (a+b+c+d)	-	-	-
Details of acquisition/disposal:			
a) Shares carrying voting rights acquired/disposal Refer Annexure A	-	-	-
b) VRs acquired otherwise than by shares	-	-	-

c) Warrants/convertible securities/any other instrument that entitles the acquirer to receive shares carrying voting rights in the TC (specify holding in each category) acquired	-	-	-
d) Shares in the nature of encumbrance (pledge/ lien/ non-disposal undertaking/ others)	-	-	-
e) Total (a+b+c+/-d)	-	-	-
After the acquisition/disposal, holding of acquirer/seller along with PACs:	-	-	-
a) Shares carrying voting rights Refer Annexure A	-	-	-
b) VRs otherwise than by shares	-	-	-
c) Warrants/convertible securities/any other instrument that entitles the acquirer to receive shares carrying voting rights in the TC (specify holding in each category) after acquisition	-	-	-
d) Shares in the nature of encumbrance (pledge/ lien/ non-disposal undertaking/ others)	-	-	-
e) Total (a+b+c+d)	-	-	-
Mode of acquisition/disposal (e.g. open market / off-market / public issue / rights issue / preferential allotment / inter-se transfer etc).	Transfer of shares pursuant to the Scheme of Arrangement between Welspun Tradewell Limited and MGN Agro Properties Private Limited and Aryabhat Vyapar Private Limited and their respective shareholders and creditors, as approved by the Hon'ble National Company Law Tribunal, Ahmedabad Bench vide its order pronounced on 5 th July, 2019 (which became effective on July 30, 2019)		
Date of acquisition/disposal of date of receipt of intimation of allotment of shares / VR/ warrants/convertible securities/any other instrument that entitles the acquirer to receive shares in the TC.	July 30, 2019 (date on which scheme became effective). Shares are yet to be transferred.		
Equity share capital / total voting capital of the TC before the said acquisition	Rs. 1,00,47,25,150 (1,00,47,25,150 Equity Shares of Rs. 1 each)		

Equity share capital/ total voting capital of the TC after the said acquisition	Rs. 1,00,47,25,150 (1,00,47,25,150 Equity Shares of Rs. 1 each)
Total diluted share/voting capital of the TC after the said acquisition	Rs. 1,00,47,25,150 (1,00,47,25,150 Equity Shares of Rs. 1 each)
Note: Pursuant to the Scheme of Arrangement between Welspun Tradewell Limited and MGN Agro Properties Private Limited and Aryabhat Vyapar Private Limited and their respective shareholders and creditors, as approved by the Hon'ble National Company Law Tribunal, Ahmedabad Bench vide its order pronounced on 5 th July, 2019 (which became effective on July 30, 2019), 54,24,020 Equity Shares of Rs. 1/- each fully paid up stand transferred from MGN Agro Properties Private Limited to Aryabhat Vyapar Private Limited	

Note:

(*) Total share capital/ voting capital to be taken as per the latest filing done by the company to the Stock Exchange under Regulation 31 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

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For MGN Agro Properties Private Limited

Devendra Patil

Company Secretary



Date: August 1, 2019

Place: Mumbai

Welspun India Limited
Annexure A

Shareholder	Before the proposed transaction			Details of transaction			After the proposed transaction		
	No. of shares / voting rights	% w.r.t total share capital of TC	% w.r.t total share capital of TC (diluted basis)	No. of shares / voting rights	% w.r.t total share capital of TC	% w.r.t total share capital of TC (diluted basis)	No. of shares / voting rights	% w.r.t total share capital of TC	% w.r.t total share capital of TC (diluted basis)
Acquirer & PAC									
Radhika Balkrishan Goenka	2,008,600	0.20	0.20	-	-	-	2,008,600	0.20	0.20
Rajesh Mandawewala	1,030	0.00	0.00	-	-	-	1,030	0.00	0.00
Balkrishna Gopiram Goenka	490,660	0.05	0.05	-	-	-	490,660	0.05	0.05
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Balkrishan Goenka (HUF)	193,320	0.02	0.02				193,320	0.02	0.02
MGN Agro Properties Private Limited	5,424,020	0.54	0.54	(5,424,020)	(0.54)	(0.54)	-	-	-
Aryabhat Vyapar Private Limited	-	-	-	5,424,020	0.54	0.54	5,424,020	0.54	0.54
Total - Promoter and PAC's	688,040,933	68.48	68.48	-	-	-	688,040,933	68.48	68.48

